

NATIONAL POWER CORPORATION

CERTIFICATION

NPB-OCS - 24- 059

THIS IS TO CERTIFY that for CY 2023, the Members of the Board Nomination and Remuneration Committee (BNRC) convened on the dates hereunder indicated:

Date	Purpose
31 January 2023	a. Filling-up of Secretary C Position under the National Power Board b. Filling-up of the Position of Senior Department Manager for Administration c. Update on the Filling-up of Internal Auditor B and Internal Auditor C Positions under the Internal Audit Department d. Update on the Service Extension Request for the Vice President-Mindanao Generation
17 February 2023	Filling-up of the Internal Auditor B and C Positions under the Internal Audit Department
27. March 2023	Request for Endorsement to the Governance Commission for GOCCs (GCG) of the appeal on the Implementation of the Compensation and Position Classification System (CPCS) for National Power Corporation
25 April 2023	Interview of Applicants for the position of Senior Department Manager - Administration Group
17 May 2023	Results of the Assessment and Interview of the Candidates for the position of Senior Department Manager- Administration Group (Item No. AFG005-01, JG17G/SG26)

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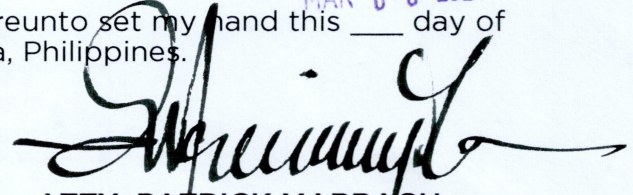


14 June 2023	<ul style="list-style-type: none"> a. Application for GCG Authorization for the Grant of the CY 2021 Performance-Based Bonus for Qualified NPC Officials and Employees b. Reassignment and/or Designation of NPC Executives for a Period of One (1) Year c. Designation of Atty. Melchor P. Roldulme, Vice President-Office of the Legal Counsel as Chairman of the NPC Bids and Awards Committee (NPC-BAC) d. Request for the Extension of Service of Mr. Alexander P. Japon as Vice President-Administration and Finance for a Period of Six (6) Months
13 July 2023	<ul style="list-style-type: none"> a. New Vice-Chairman and Members of the NPC Bids and Awards Committee (NPC-BAC) for CY 2023-2024 b. Filling up of Vacant Positions under the Internal Audit Department: <ul style="list-style-type: none"> 1. Internal Auditor A Management Audit Division 2. Internal Auditor A Operations Audit Division 3. Internal Auditor B Management Audit Division 4. Internal Auditor C Operations Audit Division

This certification is issued to attest to the truth and accuracy of all the information contained herein based on available records and information that can be verified with the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and this 08 day of March 2024 in Quezon City, Metro Manila, Philippines.

MAR 08 2024



ATTY. PATRICK MABBAGU
Acting Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME this 08 day of February 2024 in Quezon City, Philippines, affiant exhibiting his proof of identity issued by the National Power Corporation with ID number: APW1300394.

Doc. No. : 439
Page No. : 89
Book No. : 3
Series of : 2024

MAR 08 2024

ATTY. RODOLFO M. DE GUZMAN, JR.
Notary Public for Quezon City
Commission No. NP-339(2023-2024)
Commission Expires on 31 December 2024
Roll No. 44291

IBP No. 307797; 01/31/2023; Tarlac
PTR No. 5661363; 01/12/2023; Quezon
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CERTIFICATION

NPB-OCS - 24- 057

THIS IS TO CERTIFY that for CY 2023, the Members of the Board Nomination and Remuneration Committee (BNRC) convened on the dates hereunder indicated:

Date	Action
31 January 2023	<p>The Committee of the whole approved the appointment of Ms. Rechelle Joy De Jesus Manlapaz to the Secretary C (PCA) position (Item No. NPB003-01) - NP Board Staff, effective upon the date of her actual assumption to duty, subject to compliance with all applicable laws, rules, regulations, and other administrative and validation requirements of the Civil Service Commission (CSC).</p> <p>Acting on the 11 January 2023 Memorandum of the President and CEO, the Committee of the whole approved the commencement of the process of filling-up of the position of Senior Department Manager - Administration Group (Item No. AFG005-01)</p> <p>Accordingly, the HR Department-Organization and Placement Division was directed to cause the publication of the Notice of Vacancy for the said position in accordance with the 2017 Omnibus Rules on Appointments and other Human Resource Actions (ORA-OHRA, 2018 Revised).</p> <p>Moreover, as requested by the PCEO in his Memorandum to the Board, the departments under the Administration Group shall in the meantime directly report to the Vice President- Administration and Finance until a new SDM-Administration Group is appointed.</p> <p>Acting on the request/manifestation of the Corporate Secretary, the Committee of the whole approved the ad interim designation of the Senior Department Manager - Internal</p>



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	<p>Audit Department as Head of the Secretariat/Facilitator for the BNRC proceedings (vice of Corporate Secretary) pertaining to/ pending the screening of candidates and the selection of the next SDM-Administration Group.</p> <p>The Committee of the whole authorized the SDM-IAD and the managers of the Management Audit Division to interview the applicants for the Internal Auditor B (Item No. IAD005-001) and the Internal Auditor C (Item No. IAD010-02) positions.</p> <p>Accordingly, the said offices were directed to submit the results of the interview and/or qualifying examinations to the Board Audit Committee (BAC) and the BNRC for their consideration.</p> <p>The Committee of the whole took note of the updates affecting the executive positions in NPC.</p> <p>Upon the recommendation of Usec. L.A.M. Larcia, the CS will prepare a resolution delegating to the IAD/OCS managers the conduct of interview for the applicants for the vacancies under the IAD/OCS/NPB Staff (those without discretion).</p>												
17 February 2023	<p>The Committee adopted the results of the IAD, HRD and BAC assessment, and endorsed for the consideration of the Board the shortlist of top 5 candidates for the following positions:</p> <table border="1"> <thead> <tr> <th>Internal Auditor B Management Audit Division Item No. IAD005-01</th> <th>Internal Auditor C Operations Audit Division Item No. IAD010-02</th> </tr> </thead> <tbody> <tr> <td>Cruz, Marvin H.</td> <td>Ertes, Ma. Bernadette S.</td> </tr> <tr> <td>Ertes, Ma. Bernadette S.</td> <td>Mediavillo, Kenel M.</td> </tr> <tr> <td>Nepomuceno, Oliver G.</td> <td>Nepomuceno, Oliver G.</td> </tr> <tr> <td>Rojas, Diosdado Jr. P.</td> <td>Oabel, Jay-R R.</td> </tr> <tr> <td>Roxas, Mary Anne Roselle S.</td> <td>Rojas, Diosdado Jr. P.</td> </tr> </tbody> </table>	Internal Auditor B Management Audit Division Item No. IAD005-01	Internal Auditor C Operations Audit Division Item No. IAD010-02	Cruz, Marvin H.	Ertes, Ma. Bernadette S.	Ertes, Ma. Bernadette S.	Mediavillo, Kenel M.	Nepomuceno, Oliver G.	Nepomuceno, Oliver G.	Rojas, Diosdado Jr. P.	Oabel, Jay-R R.	Roxas, Mary Anne Roselle S.	Rojas, Diosdado Jr. P.
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Roxas, Mary Anne Roselle S.	Rojas, Diosdado Jr. P.												
27 March 2023	<p>Acting on the Management's request, the Committee deferred consideration of the item to enable the Management and the affected personnel/official to further review the proposed appeal to the GCG on the compensation structure for NPC.</p> <p>The Committee approved [and endorsed for the Board's confirmation] the designation of VP Melchor P. Ridulme as Officer-in-Charge</p>												



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	(OIC) of NPC while PCEO F.M.Y. Roxas is on official leave of absence.
	The Committee approved [and endorsed for the Board's confirmation] the designation of the following as OICs for the OVP-Mindanao Generation Group in view of the compulsory retirement of VP Edmundo A. Veloso, Jr.: Nicholas T. Benigra 23 March - 15 May 2023 Edgar L. Ramirez 16 May - 30 June 2023
25 April 2023	Interview of Applicants for the position of Senior Department Manager - Administration Group
17 May 2023	Results of the Assessment and Interview of the Candidates for the position of Senior Department Manager - Administration Group (Item No. AFG005-01, JG17G/SG26)
14 June 2023	The Committee endorsed for the Board's approval the following: 1. NPC's application for authorization from the GCG to grant the 2021 PBB to Qualified Officers and Employees based on their percentile ranking within their respective levels and the applicable rate of incentive. 2. Allocation of Php 54,689,284.70 chargeable against corporate funds, for the grant of the CY 2021 PBB, provided, that the grant of the PBB is subject to approval and adjustment/final determination by GCG; 3. Authorization of the Chairperson of the NP Board, the PCEO, the VP-AFG and the BAC Chairman to certify and attest under oath the veracity of NPC submissions to GCG; and 4. Authority for the PCEO to issue guidelines implementing the payment of the grant upon receipt of the authorization letter from the GCG.



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14 June 2023	<p>Per GCG MC No. 2021-02, there are four (4) items listed under 4.2.1 (Conditions Specific to GOCCs) which must be complied for purposes of PBB application. Compliance with item iii (payment of NG advances as certified/validated by DOF) was not presented. Accordingly, the Management was instructed to include the same in the presentation to the Board, with appropriate notation (i.e. "not applicable).</p>												
	<p>The Committee endorsed for the Board's consideration and approval, the request of the PCEO to reassign/designate the following personnel:</p>												
	<table border="1" style="width: 100%; text-align: center;"> <thead> <tr> <th colspan="3">REASSIGNMENT (01 July 2023 to 30 June 2024)</th> </tr> <tr> <th>Name</th> <th>From</th> <th>To</th> </tr> </thead> <tbody> <tr> <td>Larry Sabellina I.</td> <td>OVP - Small Power Utilities Group (SPUG)</td> <td>OVP - Mindanao Generation</td> </tr> <tr> <td>Rene Barruela B.</td> <td>OVP - Corporate Affairs Group (CAG)</td> <td>OVP - SPUG</td> </tr> </tbody> </table>	REASSIGNMENT (01 July 2023 to 30 June 2024)			Name	From	To	Larry Sabellina I.	OVP - Small Power Utilities Group (SPUG)	OVP - Mindanao Generation	Rene Barruela B.	OVP - Corporate Affairs Group (CAG)	OVP - SPUG
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Name	From	To											
Ma. Annabel P. Versoza	OIC - OVP, Corporate Affairs Group	01 July - 31 December 2023											
Emmanuel A. Umali		01 January - 30 June 2024											
<p>The Committee endorsed for the Board's approval, the designation of Atty. Melchor P. Ridulme (Vice President - Office of the Legal Counsel) as Chairman of the Bids and Awards Committee (BAC) beginning 01 August 2023.</p> <p>The Committee gave VP M.P. Ridulme the freehand to recruit and nominate the Vice Chairman and Members of the new BAC, subject to the approval and/or confirmation of the National Power Board.</p>													



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<p>14 June 2023</p>	<p>The Committee endorsed the following two (2) options for the consideration of the NP Board in connection with the filling-up of the VP- AFG position:</p> <p style="text-align: center;">Option 1</p> <p>Endorsement to the CSC of the request of the PCEO to extend the services of Mr. Alexander P. Japon as Vice President – Administration and Finance for a period of six (6) months.</p> <p style="text-align: center;">Option 2</p> <p>Commencement of the hiring and selection process for the VP-AFG position in September 2023 (anticipated vacancy) with the option that VP AP Japon be engaged instead as NPC consultant*</p> <p style="text-align: center;">*During a transition period</p> <p>While the position is not filled, NPC will designate an OIC.</p> <p>If the Board endorses to CSC the request to extend VP AP Japon’s government service, the Management should prepare specific targets that could be accomplished during the 6-month extension.</p> <p>If the Board adopts the second option, the Management must confirm that it has sufficient funds to pay the consultancy fees of VP AP Japon.</p>							
<p>13 July 2023</p>	<p>The Committee endorsed for the Board’s approval the designation of the following as new Vice Chairman and Members of the Bids and Awards Committee:</p> <table border="1" data-bbox="598 1231 1273 1683"> <tr> <td data-bbox="598 1231 783 1317">Vice Chairman</td> <td data-bbox="783 1231 1273 1317">Atty. Manuel Luis B. Plofino SDM - Resource Management Services</td> </tr> <tr> <td data-bbox="598 1317 783 1403" rowspan="4">Members</td> <td data-bbox="783 1317 1273 1403">Atty. Delfin L. Buenafe II Manager, Legal Services Department</td> </tr> <tr> <td data-bbox="783 1403 1273 1489">Mr. Rommel U. Mamangun Manager, Corporate Planning Department</td> </tr> <tr> <td data-bbox="783 1489 1273 1576">Mr. Homer S. Galang Manager, Energy Services Department</td> </tr> <tr> <td data-bbox="783 1576 1273 1683">Ms. Jenalyn Aurea S. Tinonas Manager, Financial Planning Budget and Program Review Department</td> </tr> </table>	Vice Chairman	Atty. Manuel Luis B. Plofino SDM - Resource Management Services	Members	Atty. Delfin L. Buenafe II Manager, Legal Services Department	Mr. Rommel U. Mamangun Manager, Corporate Planning Department	Mr. Homer S. Galang Manager, Energy Services Department	Ms. Jenalyn Aurea S. Tinonas Manager, Financial Planning Budget and Program Review Department
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13 July 2023	<p>The Committee adopted the assessment conducted by the IAD and HR Department and endorsed for the Board's consideration the applicants for the following positions:</p> <p>A. For Internal Auditor A (Management Audit Division JG-15 / SG-22 / JG-12*, Item No. IAD004-01) and Internal Auditor A (Operations Audit Division JG-15 / SG-22 / JG-12*, Item No. IAD008-01)</p> <p>B. For Internal Auditor B (Management Audit Division JG-14 / SG-20 / JG-11*, Item No. IAD005-01)</p> <p>C. For Internal Auditor C (Operations Audit Division Jg-13 / SG-18 / JG-11*, Item No. IAD010-02)</p>
	<p>Acting on the representation-manifestation of SDM VN Arevalo and PCEO FMY Roxas (concerning Engr. Mark Gaspay's technical and professional qualifications), the Committee asked the Internal Audit Department (IAD) to check the discussions of the Board Audit Committee (BAC) concerning the recommended applicants, and to indicate in the presentation at the Board level, the preferred candidates for the vacant positions.</p> <ul style="list-style-type: none"> Per Section 86 of the CSC's Omnibus Rules on Appointment and Other Human Resource Actions (ORA-OHRA), the appointing authority (NP Board) shall, in the exercise of sound discretion, select and appoint in so far as practicable, anyone from the shortlist of top (5) candidates for the position.
	<p>In accordance with the ORA-OHRA, the Committee shall commence the hiring and selection process for the VP-AFG position one month prior to the compulsory retirement of VP Alexander P. Japon (i.e., the hiring process shall begin in September 2023).</p>
	<p>The Acting CS reminded the eligible raters to complete and submit the Director's Performance Rating (DPR) forms under the Integrated Corporate Reporting System (ICRS) platform.</p>



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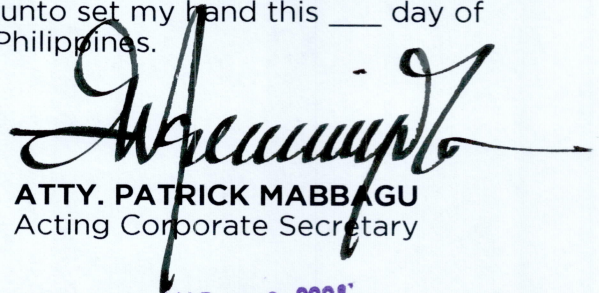
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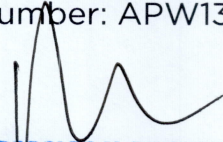


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